

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE WACHOVIA PREFERRED SECURITIES  
AND BOND/NOTES LITIGATION

Master File No. 09 Civ. 6351 (RJS)

**ECF Case**

**LEAD BOND/NOTES PLAINTIFFS' NOTICE OF MOTION  
FOR (I) PRELIMINARY APPROVAL OF SETTLEMENTS WITH  
WACHOVIA DEFENDANTS AND KPMG LLP, (II) CERTIFICATION OF  
THE SETTLEMENT CLASS FOR PURPOSES OF THE SETTLEMENTS  
AND (III) APPROVAL OF NOTICE TO THE SETTLEMENT CLASS**

TO: All Counsel of Record

PLEASE TAKE NOTICE that upon the Stipulation and Agreements of Settlement dated August 5, 2011, attached hereto as Exhibit 1; the accompanying Memorandum of Law; and all other papers and proceedings herein, Lead Bond/Notes Plaintiffs will move this Court, under Rule 23 of the Federal Rules of Civil Procedure, at a date, time and location to be set by the Court, for an order: (i) preliminarily approving the proposed Settlements with the Wachovia Defendants and KPMG LLP; (ii) certifying the proposed Settlement Class and Lead Bond/Notes Plaintiffs as class representatives and appointing Lead Bond/Notes Counsel as class counsel for purposes of the Settlements; (iii) approving the form and manner of giving notice of the proposed Settlements to the Settlement Class; and (iv) scheduling a hearing on final approval of the Settlements and Lead Bond/Notes Counsel's motion for an award of attorneys' fees and reimbursement of litigation expenses.

Attached as Exhibit 2 hereto is a copy of the proposed Order Preliminarily Approving Proposed Settlements and Providing for Notice (with its exhibits).

Respectfully submitted,

**BERNSTEIN LITOWITZ BERGER  
& GROSSMANN LLP**

By: /s William C. Fredericks  
Chad Johnson  
William C. Fredericks  
1285 Avenue of the Americas, 38th Floor  
New York, New York 10019  
Telephone: (212) 554-1400  
Facsimile: (212) 554-1444

- and -

**KESSLER TOPAZ MELTZER  
& CHECK, LLP**

By: /s David Kessler  
David Kessler  
Sean Handler  
John A. Kehoe  
280 King of Prussia Road  
Radnor, Pennsylvania 19087  
Telephone: (610) 667-7706  
Facsimile: (610) 667-7056

- and -

**ROBBINS GELLER RUDMAN & DOWD LLP**

By: /s Darren Robbins  
Darren Robbins  
John J. Rice  
655 West Broadway, Suite 1900  
San Diego, CA 92101  
Telephone: (619) 231-1058  
Facsimile (619) 231-7423

***Co-Lead Counsel for Lead Bond/Notes Plaintiffs  
and the Settlement Class***